

**New Shoreham Town Council Meeting
With Block Island Health Services, Board of Directors
Wednesday, December 12, 2012
4:00 p.m.**

Present from Town Council: First Warden Kim Gaffett, Second Warden Ken Lacoste, F. Norris Pike, Christopher Warfel, Sean McGarry. Also present were Town Manager Nancy Dodge, and Bonny Ryan to take the minutes.

Present from Block Island Health Services: Pam Hinthorn, Kay Lewis, Bill McCombe, Pete Tweedy, Cecelia Lenoci, Judith Cyronack, Shannon Morgan and Cynthia Baute.

Meeting was called to order by First Warden Gaffett at 4:00 p.m. She announced that this meeting was a continuation of discussion of the proposed renewal of the Management agreement with Block Island Health Services Board of Directors.

The sections for discussion were Section IV, Section IX and Section X

- Section IV Covenants of the BIHS - after discussion it was decided to keep the language as it was in the Town's version and not spell out the different types of repair.
- Section IX No Assignment or Delegation of Control – Section A will read BIHS assigns or negotiates to assign...Section B will read BIHS assigns or negotiates to assign...Section C language from Town version will remain
- Section X Open Meetings – This will include the language from the Town's version of the open meetings act and include language pertaining to rules and regulations of closed session. The Sections A-F of the Health services version shall be included as follows:
 - Section A remains as it is in the Health Services version to say A.: Conduct meetings of its Board of Directors in open session.
 - Section B: Provide to the Town a copy of minutes of open sessions of meetings of the Board of Directors; financial data reports and any other materials distributed to members of the board at open meetings.
 - Section C will eliminate the Police Station and include the Post Office.
 - Section D will eliminate the sentence: Those for which a majority of the committee members are non-board members will not be required to record minutes or post meetings/agendas. It will include a statement to say that the Physicians Advisory and the Investment Committee will be exempt from the Open Meetings Act.
 - Section E will list an exemption for Speakerphones and SKYPE. There will be no proxy voting.
 - Section F1 remains
 - Section F2 remains
 - Section F3 changes to become Litigation, filed or pending.
 - Sections F4, 5, 6, 7, and 8 remain.
 - Section F9 gets deleted.
 - Section G gets deleted.

The following section from the Town version will be added to say: Prior to the executing of this Agreement, the BIHS Bylaws as amended together with a certificate of an officer of BIHS certifying the Bylaws shall be presented to the Town.

Town Manager Nancy Dodge will send the changes to Town Solicitor Kathy Merolla. The Council suggested that the Health Services Board request a clerk for their meetings from the Town Clerk's office. This will be put on a future agenda. The Town Council will appoint a Town Council representative to the Health Services Board at the Town Council's December meeting.

After a five minute recess, the meeting was opened for Public Comment.

Fraser Lang read the attached letter into the minutes with no action. There was a discussion about the term of the contract with no action. It will be determined after discussion with the BI Health Services at a future meeting.

At 6:35 a motion to adjourn was made by Ken Lacoste and seconded by Sean McGarry and voted unanimously.

Minutes approved: 1/7/2013

Bonny Ryan
Assistant Town Clerk